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Attorneys for Plaintiff
VENTURA FOODS, LLC

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

VENTURA FOODS, LLC,

Plaintiff,

v.

SUPREME OIL COMPANY,
INCORPORATED a.k.a. ADMIRATION
FOODS,

Defendant.

07 CV 7338 (PKC) (MHD)

AFFIDAVIT OF EARL LEISING

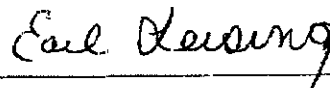
I, EARL LEISING, declare under penalty of perjury:

1. I am employed by Ventura Foods, LLC ("Ventura") as Region Manager. The statements made herein are based on my personal knowledge, company records or as otherwise indicated. This declaration is submitted in support of Ventura's application for a preliminary injunction.
2. On February 23, 2007, I received a copy of a Wonder Foods invoice from Maximum, one of Ventura's distributors. That invoice showed that Supreme was selling a new oil listed as "New MelFry (Mega Fry)."

3. Wonder Foods is a re-distributor of MEL-FRY®. This means that Wonder Foods purchases MEL-FRY® from a MEL-FRY® distributor, and then sells it to end-users such as restaurants.
4. Maximum further informed me that Supreme had attempted to sell this product to them, and that the product had the exact same look as MEL-FRY® including the yellow container.
5. That same day (February 23, 2007), I conveyed this information in an email with the invoice as an attachment to: Mike Castagna, Senior Category Marketing Manager, Holly Adrian, Senior Category Marketing Manager; Chris Sanna, Vice President of Sales for the Eastern Region; Jim Stolle, Director of Strategic Pricing; Steve Geske, Senior Vice President of Field Sales; and Terry Splane, Vice President of Marketing.
6. To my knowledge, this was the first instance that anyone at Ventura had learned of MEGA-FRY.

I declare under penalty of perjury that the foregoing is true and correct

Executed on October 23, 2007

A handwritten signature in black ink, reading "Earl Leising", written over a horizontal line.

Earl Leising